KEBERAGAMAN KOMPOSISI DEWAN KOMISARIS DAN DIREKSI

Keberagaman dalam komposisi Dewan Komisaris dan Direksi merupakan bagian dari strategi perusahaan untuk meningkatkan objektivitas, keterjangkauan, dan efektivitas dalam pengambilan keputusan. Keberagaman ini diharapkan dapat memperkaya perspektif serta memperhitungkan berbagai kepentingan dalam proses pengambilan keputusan, baik di tingkat Dewan Komisaris maupun Direksi. Dengan demikian, hal ini dapat memberikan nilai tambah bagi operasional dan bisnis perusahaan serta mendukung penerapan tata kelola perusahaan yang baik.

Kebijakan mengenai keberagaman komposisi Dewan Komisaris dan Direksi perusahaan secara tertulis mengacu pada Anggaran Dasar, ketentuan Pemegang Saham, serta peraturan perundang-undangan yang berlaku. Dalam penerapannya, kebijakan ini mempertimbangkan berbagai aspek keberagaman, termasuk latar belakang pendidikan, keahlian, pengalaman kerja, jenis kelamin, dan usia. Komposisi keberagaman Dewan Komisaris dan Direksi IFG perusahaan per 31 Desember 2024 adalah sebagai berikut:

DIVERSITY OF BOARD COMPOSITION

Diversity in the composition of the Board of Commissioners and Board of Directors is part of the Company's strategy to improve objectivity, affordability and effectiveness in decision-making. This diversity is expected to enrich perspectives and consider various interests in the decision-making process, both at the Board of Commissioners and Board of Directors levels. Thus, this can provide added value to the Company's operations and business and support the implementation of good corporate governance.

The policy on the diversity of the composition of the Company's Board of Commissioners and Board of Directors in writing refers to the Articles of Association, Shareholders' provisions, and prevailing laws and regulations. In its implementation, this policy considers various aspects of diversity, including educational background, expertise, work experience, gender, and age. The diversity composition of IFG Board of Commissioners and Board of Directors as of December 31, 2024 is as follows:

Nama Name	**Kewarganegaraan** Nationality	**Latar Belakang Pendidikan** Educational Background	**Keahlian** Expertise	**Usia** Age	**Jenis Kelamin** Gender
Dewan Komisaris Board of Commissioners					
Fauzi Ichsan	Indonesia	S2 Development Studies Master's Degree in Development Studies	Ekonomi Economy	54 tahun 54 years old	Laki-laki Male
Masyita Crystallin	Indonesia	S3 Economics Doctorate Degree in Economics	International Monetary and Finance International Monetary and Finance	43 tahun 43 years old	Perempuan Female
Hotbonar Sinaga	Indonesia	S1 Ekonomi Bachelor's Degree in Economics	Asuransi Insurance	75 tahun 75 years old	Laki-laki Male
Sumiyati	Indonesia	S2 Financial Management Master's Degree in Financial Management	Finance	63 tahun 63 years old	Perempuan Female
Nasrudin	Indonesia	S3 Hukum Doctorate Degree in Law	Hukum Law	68 tahun 68 years old	Laki-laki Male
Wahyu Setyawan	Indonesia	S2 Hukum dan S2 Manajemen Master's Degree in Law and Master's Degree in Management	Hukum Law	50 tahun 50 years old	Laki-Laki Male
Direksi Directors					
Hexana Tri Sasongko	Indonesia	S2 Business Administration Master's Degree in Business Administration	Bisnis Business	60 tahun 60 years old	Laki-Laki Male
Haru Koesmahargyo	Indonesia	S2 Investment Banking Master's Degree in Investment Banking	Bisnis Business	58 tahun 58 years old	Laki-Laki Male
Rizal Ariansyah	Indonesia	S2 Hukum Master's Degree in Law	Hukum Law	50 Tahun 50 years old	Laki-Laki Male
Rianto Ahmadi	Indonesia	S3 Statistika Doctorate Degree in Statistics	Statistika Statistics	65 tahun 65 years old	Laki-Laki Male
Heru Handayanto	Indonesia	S1 Akuntansi Bachelor's Degree in Accounting	Akuntansi Accounting	53 tahun 53 years old	Laki-Laki Male

REMUNERASI DAN NOMINASI DEWAN KOMISARIS DAN DIREKSI

Dasar Kebijakan Suksesi Dewan Komisaris dan Direksi

Komite Nominasi dan Remunerasi bertanggung jawab atas perencanaan suksesi Direksi guna memastikan regenerasi serta keberlanjutan kepemimpinan di masa depan. Kebijakan utama terkait pergantian dan suksesi Dewan Komisaris serta Direksi dalam perusahaan berlandaskan pada sejumlah peraturan mendasar, yaitu:

1. Undang-Undang Nomor 40 Tahun 2007 tentang Perseroan Terbatas;
2. Peraturan Menteri BUMN Nomor PER-3/MBU/03/2023 tentang Peraturan Menteri Badan Usaha Milik Negara tentang Organ dan Sumber Daya Manusia Badan Usaha Milik Negara; dan
3. Peraturan Otoritas Jasa Keuangan Nomor 13/POJK.05/2022 tentang Pengawasan Perusahaan Perseroan (Persero) PT Bahana Pembinaan Usaha Indonesia.

Peraturan Menteri BUMN di atas memberikan metode tentang *talent pool* pengelolaan manajemen korporasi BUMN oleh Kementerian BUMN selaku entitas pemilik akhir. Sedangkan Peraturan Otoritas Jasa Keuangan Nomor 13/POJK.05/2022, mengatur persyaratan bahwa calon anggota Direksi dan Dewan Komisaris IFG wajib memperoleh persetujuan dari OJK sebelum menjalankan tindakan, tugas dan fungsinya sebagai anggota Direksi dan anggota Dewan Komisaris.

REMUNERATION AND NOMINATION OF THE BOARD OF COMMISSIONERS AND DIRECTORS

Succession Policy Basis for the Board of Commissioners and Board of Directors

The Nomination and Remuneration Committee is responsible for the succession planning of the Board of Directors to ensure regeneration and sustainability of future leadership. The main policies related to the succession of the Board of Commissioners and Directors in the Company are based on a number of fundamental regulations, namely:

1. Law Number 40 of 2007 concerning Limited Liability Companies.
2. Regulation of the Minister of State-Owned Enterprises Number PER-3/MBU/03/2023 concerning Regulations of the Minister of State-Owned Enterprises concerning Organs and Human Resources of State-Owned Enterprises; and
3. Financial Services Authority Regulation Number 13/POJK.05/2022 on the Supervision of PT Bahana Pembinaan Usaha Indonesia (Persero) Company.

The above regulation of the Minister of SOEs provides a method of talent pool management of SOE corporate management by the Ministry of SOEs as the final owner entity. Meanwhile, Financial Services Authority Regulation Number 13/POJK.05/2022 regulates the requirement that prospective members of the IFG Board of Directors and Board of Commissioners must obtain approval from OJK before carrying out their actions, duties and functions as members of the Board of Directors and members of the Board of Commissioners.

KEBIJAKAN PENETAPAN REMUNERASI DEWAN KOMISARIS DAN DIREKSI

Dalam menjalankan operasional bisnisnya, IFG selalu mengutamakan prinsip kehati-hatian serta berpegang pada peraturan perundang-undangan yang berlaku dalam menetapkan remunerasi bagi Dewan Komisaris dan Direksi. Remunerasi diberikan sebagai bentuk imbalan atas kinerja yang telah dicapai. Hal ini diatur dalam Pasal 96 ayat (1) Undang-Undang Nomor 40 Tahun 2007 tentang Perseroan Terbatas, yang menyatakan bahwa besaran gaji dan tunjangan Direksi ditentukan melalui keputusan RUPS. Sementara itu, Pasal 96 ayat (2) menyebutkan bahwa kewenangan tersebut dapat dialihkan kepada Dewan Komisaris. Adapun Pasal 113 mengatur bahwa gaji, honorarium, serta tunjangan bagi anggota Dewan Komisaris ditetapkan oleh RUPS.

Selain itu, IFG menetapkan kebijakan mengenai besaran remunerasi bagi Dewan Komisaris dan Direksi berdasarkan keputusan Pemegang Saham, yang disesuaikan dengan Peraturan Menteri Negara Badan Usaha Milik Negara Nomor PER-2/MBU/03/2023 tentang Pedoman Tata Kelola dan Kegiatan Korporasi Signifikan BUMN.

POLICY FOR DETERMINING THE REMUNERATION OF THE BOARD OF COMMISSIONERS AND DIRECTORS

In doing its business operations, IFG always prioritizes the prudent principle and adheres to the prevailing laws and regulations in determining remuneration for the Board of Commissioners and Directors. Remuneration is given as a form of reward for the performance that has been achieved. This is regulated in Article 96 paragraph (1) of Law Number 40 of 2007 on Limited Liability Companies, which states that the amount of salaries and benefits of the Board of Directors is determined by a resolution of the GMS. Meanwhile, Article 96 paragraph (2) states that the authority can be transferred to the Board of Commissioners. Article 113 stipulates that the salary, honorarium, and allowances for members of the Board of Commissioners are determined by the GMS.

In addition, IFG sets the policy regarding the amount of remuneration for the Board of Commissioners and Board of Directors based on the Shareholders' decision, which is adjusted to the Regulation of the Minister of State-Owned Enterprises Number PER-2/MBU/03/2023 concerning Guidelines for Governance and Significant Corporate Activities of SOEs.

Secara internal , IFG terus menyempurnakan sistem remunerasi dengan berpedoman pada prinsip 3P, yaitu *Pay for Person*, *Pay for Position*, dan *Pay for Performance*. Prinsip ini tercantum dalam Surat Keputusan Direksi Perusahaan Perseroan (Persero) PT Bahana Pembinaan Usaha Indonesia Nomor 90 Tahun 2022 tentang Kebijakan Pengusulan Penetapan Penghasilan Direksi dan Dewan Komisaris. Struktur remunerasi yang diterapkan mencakup *Fixed Pay*, *Variable Pay*, dan *Non-Cash Benefit*. IFG juga memastikan bahwa total penghasilan karyawan saat ini melebihi standar upah minimum yang ditetapkan oleh Pemerintah. Selain itu, skala upah telah disusun dengan mempertimbangkan data pasar dan kapasitas keuangan perusahaan.

Internal ly, IFG continues to improve the remuneration system based on the 3P principle, namely Pay for Person, Pay for Position, and Pay for Performance. This principle is stated in the Decree of the Board of Directors of PT Bahana Pembinaan Usaha Indonesia Number 90 of 2022 concerning Policy Proposing the Determination of Income of the Board of Directors and the Board of Commissioners. The remuneration structure applied includes Fixed Pay, Variable Pay, and Non-Cash Benefit. IFG also ensures that the total income of current employees exceeds the minimum wage standard set by the Government. Moreover, the wage scale has been compiled by considering market data and the company's financial capacity.

PROSEDUR PENGUSULAN HINGGA PENETAPAN REMUNERASI DEWAN KOMISARIS DAN DIREKSI

IFG telah menentukan prosedur pengusulan remunerasi Dewan Komisaris dan Direksi, antara lain:

1. penghasilan Direksi dan Dewan Komisaris ditetapkan oleh rapat umum pemegang saham (RUPS);
2. penetapan penghasilan yang berupa gaji atau honorarium, tunjangan dan fasilitas yang bersifat tetap dilakukan dengan mempertimbangkan faktor skala usaha, faktor kompleksitas usaha, tingkat inflasi, kondisi dan kemampuan keuangan perusahaan, dan faktor lain yang relevan, serta tidak boleh bertentangan dengan peraturan perundang-undangan;
3. penetapan penghasilan yang berupa tantiem/insentif kinerja yang bersifat variabel (*merit rating*) dilakukan dengan mempertimbangkan faktor kinerja dan kemampuan keuangan perusahaan, serta faktor lain yang relevan; dan
4. penghasilan Direksi dan Dewan Komisaris Anggota *Holding* dianggarkan sebagai biaya dalam RKAP Anggota *Holding*.

PROCEDURE FOR PROPOSING AND DETERMINING THE REMUNERATION OF THE BOARD OF COMMISSIONERS AND DIRECTORS

IFG has determined the procedure for proposing the remuneration of the Board of Commissioners and Directors, among others:

1. The income of the Board of Directors and Board of Commissioners is determined by the General Meeting of Shareholders (GMS);
2. The determination of income in the form of salary or honorarium, allowances and facilities of a fixed nature is done by considering business scale factors, business complexity factors, inflation rates, conditions and financial capabilities of the company, and other relevant factors, and must not conflict with statutory regulations;
3. the determination of income in the form of tantiem/ performance incentives that are variable (merit rating) is done by considering performance factors and the financial capacity of the company, as well as other relevant factors; and
4. The income of the Board of Directors and Board of Commissioners of a subsidiary is budgeted as an expense in the Holding Members' Work Plan and Budget (RKAP).

STRUKTUR DAN KOMPONEN REMUNERASI DEWAN KOMISARIS DAN DIREKSI

Struktur remunerasi Dewan Komisaris dan Direksi mengacu kepada Surat Keputusan Direksi Perusahaan Perseroan (Persero) PT Bahana Pembinaan Usaha Indonesia Nomor 90 Tahun 2022 tentang Kebijakan Pengusulan Penetapan Penghasilan Direksi dan Dewan komisaris Perusahaan. Berdasarkan peraturan tersebut, komponen penghasilan Dewan Komisaris dan Direksi adalah sebagai berikut:

1. Penghasilan Direksi terdiri dari:
   a. gaji/honorarium;
   b. tunjangan; yang terdiri atas 1) Tunjangan Hari Raya, 2) Tunjangan Perumahan, dan 3) Asuransi Purna Jabatan;

STRUCTURE AND COMPONENTS OF BOARD OF COMMISSIONERS AND DIRECTORS' REMUNERATION

The remuneration structure of the Board of Commissioners and Board of Directors refers to the Decree of the Board of Directors of PT Bahana Pembinaan Usaha Indonesia Number 90 of 2022 concerning the Policy for Proposing the Determination of Income of the Board of Directors and Board of Commissioners of the Company. Based on the regulation, the income components of the Board of Commissioners and Directors are as follows:

1. The income of the Board of Directors consists of:
   a. salary/honorarium;
   b. allowances; which consist of 1) Religious Holiday allowance, 2) Housing Allowance, 3) Retirement Insurance;

c. fasilitas yang terdiri atas; 1) fasilitas kendaraan, 2) fasilitas kesehatan, dan 3) fasilitas bantuan hukum; serta
d. tantiem/insentif kinerja;
2. Penghasilan Dewan Komisaris terdiri dari:
a. gaji/honorarium;
b. tunjangan; yang terdiri atas 1) Tunjangan Hari Raya, 2) Tunjangan Transportasi, dan 3) Asuransi Purna Jabatan;
c. fasilitas yang terdiri atas; 1) fasilitas kesehatan dan 2) fasilitas bantuan hukum; serta
d. tantiem/insentif kinerja.

c. facilities consisting of; 1) vehicle facilities, 2) health facilities, 3) legal aid facilities; along with
d. bonus/performance incentive;
2. The income of the Board of Commissioners consists of:
a. salary/honorarium;
b. allowances; which consist of 1) Religious Holiday allowance, 2) Transport allowance, 3) Retirement Insurance;
c. facilities consisting of; 1) health facilities, 2) legal aid facilities; along with
d. bonus/performance incentive

PENGUNGKAPAN INDIKATOR SERTA PENETAPAN REMUNERASI DEWAN KOMISARIS DAN DIREKSI

Dalam menentukan besaran remunerasi bagi Dewan Komisaris dan Direksi, IFG mengacu pada indikator kinerja manajemen yang telah dijelaskan sebelumnya dalam penilaian kinerja kedua organ tersebut. Indikator ini tertuang dalam kontrak manajemen antara Direksi dan Dewan Komisaris, yang mencakup target RKAP, termasuk target KPI dengan indikator, pembobotan, serta sasaran yang ditetapkan. Selain itu, penentuan remunerasi juga mempertimbangkan kondisi pasar tenaga kerja di Indonesia serta kapasitas keuangan perusahaan.

DISCLOSURE OF INDICATORS AND DETERMINATION OF REMUNERATION OF THE BOARD OF COMMISSIONERS AND DIRECTORS

In determining the amount of remuneration for the Board of Commissioners and the Board of Directors, IFG refers to the management performance indicators previously described in their performance assessment. These indicators are contained in the management contract between the Board of Directors and the Board of Commissioners, which includes RKAP targets, including KPI targets with indicators, weightings, and targets set. The determination of remuneration also considers labor market conditions in Indonesia and the Company's financial capacity.

Perhitungan Besaran Remunerasi Dewan Komisaris dan Direksi (Sesuai Peraturan Menteri Badan Usaha Milik Negara Nomor PER-3/MBU/03/2023 tentang Organ dan Sumber Daya Manusia Badan Usaha Milik Negara)

Calculation of Remuneration Amount for Board of Commissioners and Board of Directors (In accordance with Regulation of the Minister of State-Owned Enterprises Number PER-3/MBU/03/2023 concerning Organs and Human Resources of State-Owned Enterprises)

Direktur Utama President Director	:	100% (ditetapkan dengan menggunakan pedoman internal yang ditetapkan oleh Pemegang Saham) 100% (determined using internal guidelines set by Shareholders)
Wakil Direktur Utama Vice President Director	:	Sebesar 90% dari Gaji/Tantiem/Insentif Kinerja Direktur Utama 90% of Salary/Bonuses/Performance Incentive of President Director
Direksi Lainnya Other Directors		Sebesar 85% dari Gaji/Tantiem/Insentif Kinerja Direktur Utama 85% of Salary/Bonuses/Performance Incentive of President Director
Komisaris Utama President Commissioner	:	Sebesar 45% dari Gaji/Tantiem/Insentif Kinerja Direktur Utama 45% of Salary/Bonuses/Performance Incentive of President Director
Komisaris Lainnya Other Commissioners	:	Sebesar 90% dari Honorarium/Tantiem/Insentif Kinerja Komisaris Utama 90% of Honorarium/Bonuses/Performance Incentive of President Commissioner

JUMLAH REMUNERASI DEWAN KOMISARIS DAN DIREKSI DI TAHUN 2024

TOTAL REMUNERATION FOR THE BOARD OF COMMISSIONERS AND THE BOARD OF DIRECTORS IN 2024

Pada tahun 2024, Pemegang Saham menetapkan besaran remunerasi bagi Dewan Komisaris dan Direksi melalui Surat Kementerian BUMN perihal Penetapan Penghasilan Direksi dan Dewan Komisaris PT Bahana Pembinaan Usaha Indonesia (Persero) Tahun 2023 nomor SR-167/MBU/03/2024 tanggal 19 Maret 2024. Adapun rincian jumlah nominal remunerasi bagi Dewan Komisaris dan Direksi berdasarkan struktur remunerasi tersebut adalah sebagai berikut:

In 2024, the Shareholders determined the amount of remuneration for the Board of Commissioners and the Board of Directors through a letter from the Ministry of SOEs regarding the Determination of the Income of the Board of Directors and the Board of Commissioners of PT Bahana Pembinaan Usaha Indonesia (Persero) in 2023 Number SR-167/MBU/03/2024 dated March 19, 2024. The details of the nominal amount of remuneration for the Board of Commissioners and Board of Directors based on the remuneration structure are as follows:

Jumlah Remunerasi Dewan Komisaris dan Direksi Tahun 2024
Total Remuneration of the Board of Commissioners and Board of Directors in 2024

Uraian Description	**Jumlah (Rp juta)** Total (IDRmillion)	
	2024	**2023**
Jumlah Remunerasi Dewan Komisaris Total Remuneration of the Board of Commissioners	**30.978**	29.666
Jumlah Remunerasi Direksi Total Remuneration of the Board of Directors	**69.442**	62.605
Jumlah Remunerasi Dewan Komisaris dan Direksi Tahun 2024 Total Remuneration of the Board of Commissioners and Board of Directors in 2024	**100.420**	92.271

Berdasarkan data remunerasi tahun 2024, total remunerasi yang diberikan kepada Dewan Komisaris dan Direksi Perusahaan tercatat sebesar Rp100.420 juta, mengalami peningkatan sebesar 8,85% dibandingkan tahun sebelumnya yang sebesar Rp92.271 juta. Rincian kenaikan ini terdiri atas remunerasi Dewan Komisaris yang meningkat dari Rp29.666 juta menjadi Rp30.978 juta, serta remunerasi Direksi yang naik dari Rp62.605 juta menjadi Rp69.442 juta.

Based on the remuneration data for 2024, the total remuneration given to the Company's Board of Commissioners and Board of Directors was recorded at IDR100,420 million, an increase of 8.85% compared to the previous year which amounted to IDR92,271 million. The details of this increase consist of the remuneration of the Board of Commissioners which increased from IDR29,666 million to IDR30,978 million, and the remuneration of the Board of Directors which increased from IDR62,605 million to IDR69,442 million.

Peningkatan ini selaras dengan bentuk penguatan peran strategis pimpinan dalam menjalankan fungsi pengawasan dan pengelolaan perusahaan. Kenaikan ini juga mencerminkan apresiasi atas kinerja dan kontribusi manajemen dalam mendukung pencapaian target kinerja korporasi di tahun berjalan.

This increase is in line a form of strengthening the strategic role of the leadership in conducting the functions of supervision and management of the company. This increase also reflects appreciation for the performance and contribution of management in supporting the achievement of corporate performance targets in the current year.